

November 23, 2009

Ex Parte

Ms. Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

RE: *Application of Verizon Northwest Inc., Verizon Communications Inc. and Frontier Communications Corporation for Consent to Transfer Control of Domestic Section 214 Authority, WC Docket No. 09-95*

Dear Ms. Dortch:

On November 20, 2009, Michael Golob, Ken Mason, and Todd Wells of Frontier Communications Corporation ("Frontier"), Lynn Ramsey, Karen Zacharia and Donna Epps of Verizon, and I, on behalf of Frontier, met with Ms. Sharon Gillett, Chief, Wireline Competition Bureau; Paul de Sa, Chief of the Office of Strategic Planning and Policy, and the following other FCC staff members: William Dever (WCB), Alexis Johns (WCB), Dennis Johnson (WCB), Pamela Megna (WCB), Jenny Prime (WCB), Donald Stockdale (WCB), Matt Warner (WCB), Jim Bird (OGC), Neil Dellar (OGC), Virginia Metallo (OGC), Mukul Chawla (OSP), Thor Kendal (OSP), and Steve Rosenberg (OSP), to discuss the pending applications for consent to the assignment and/or transfer of control of certain licenses and authorizations.

We discussed Frontier's initiation of this transaction. Frontier was identifying potential opportunities to increase its scale and business opportunities, and approached Verizon to acquire these properties specifically because they were consistent with Frontier's strategy. We discussed the public interest benefits of this transaction including Frontier's plans for broadband deployment. Frontier's strategy and approach to provide service to these types of unserved and underserved areas specifically includes increasing the broadband availability and subscribership in these areas. Deploying broadband services both increases revenue and reduces churn among voice customers. In many areas in which Frontier will be deploying broadband, it may be the first wireline provider to offer broadband services. Furthermore, consistent with the attached materials,¹ we discussed that this transaction is aligned with Frontier's overall focus on and business model for service to more rural areas, that Frontier analyzed the strategic, operational and financial aspects of the transaction, including modeling the transaction, and that Frontier concluded that the transaction will result in a stronger Frontier, that has greater financial

¹ Available at: <http://phx.corporate-ir.net/External.File?item=UGFYZW50SUQ9MjEyOTgQ2hpbGRJRDR0tMXxUeXBIPtM=&t=1>.

Ms. Marlene H. Dortch

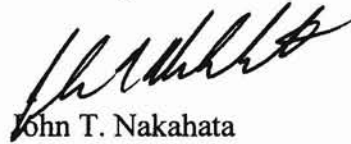
November 23, 2009

Page 2 of 3

flexibility and an ability to fund its planned investments in services to consumers both in its existing footprint and the areas to be acquired. The points discussed in these meetings have been previously set forth in Frontier's and Verizon's applications and Opposition to Petitions to Deny and Reply to Comments filed October 13, 2009, and in previous ex parte filings. In response to staff's request, attached hereto is a copy of Moody's ratings announcement with respect to this transaction.

A copy of this letter is being filed in the above-referenced docket.

Sincerely,



John T. Nakahata

Counsel to Frontier Communications Corp.

cc: Karen Zacharia
Donna Epps
William Dever
Alexis Johns
Pamela Megna
Jennifer Prime
Donald Stockdale
Matt Warner
Jim Bird
Neil Dellar
Virginia Metallo
Mukul Chawla
Thor Kendal
Steven Rosenberg